### EXHIBIT C

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Page 2 of 10

March 7, 2003

Mr. Fred Groothuis **South Cherry Street, LLC** 950 South Cherry Street Suite 714 Denver, CO 80246

Re:

Accredited Fund, LLC (#50)

Dear Mr. Groothuis,

I would like to welcome you as a member of Bayou Accredited Fund, LLC. Your investment in the amount of **\$250,000.00** will become effective as of **March 01, 2003**.

I hope your investment experience will be a positive one as we continue to attempt to provide our investors with above average returns while maintaining commensurate risk control parameters.

Please keep the following for your records:

- Copy of the Subscription Document countersigned by the manager.
- Membership Certificate.
- Copy of the credit advice from our bank, reflecting the receipt of your funds.

If you have any questions, please call at any time.

Sincerely,

Samuel Israel III

SI III/lw

Enc





October 4, 2004

South Cherry Street, LLC **Attention: Mr. Groothuis** 640 Plaza Drive - Suite 360 Highlands Ranch, CO 80129

Re: Additional Investment in Bayou Accredited Fund, LLC (AC 50)

This letter is to acknowledge the additional investment in the **Bayou Accredited Fund, L.L.C.** for the amount of \$ 900,000.00. Your additional capital contribution will be reflected on **October 01, 2004**. Attached is a copy of our credit advice confirming receipt of the funds.

I am aware that many of our investors found Bayou through a third party or firm who may include Bayou as part of their own strategy for their clients. I wish to remind you that the Manager can, and does, pay commissions to various third party marketers or firms as to some of the investments in the Fund by their clients. These costs and associated expenses are the sole responsibility of the Manager and are not charged to any investor. Even if you were so introduced, we feel that your interests will be best served by communicating directly with Bayou and we encourage you to do so.

If you have any questions please call Investor Relations at 203-708-6713/6720.

We thank you for your confidence in Bayou and hope to justify your faith in us.

Sincerely,

Samuel Israel III

/enc.

40 Signal Road Stamford, CT 06902 Fax: 203-487-0009 E-mail: info@bayougroup.com



To:

Bayou Family of Funds Members

July 27, 2005

From: Sam Israel III General Members

It is with great regret, but with an overriding sense of pride and accomplishment in a job done to the best of our abilities, that I announce the closing of the Bayou Family of Funds at the end of the July 2005. Upon completion of the final audit, all investors will receive a 100% payout on their investments. The current investors who have sent in redemption notices recently will be subject to the final audit and those redemptions will be part of the final payments. We will send updates to the investors while the audit is in progress indicating an anticipated date of final payments.

Over the nine years of Bayou's existence we have tried to always perform to the best of our abilities while managing the risk profile and to provide returns of which everyone can be proud. With the exception of what I would call "growing pains" inherent to the learning curve of business, I feel we have done an admirable job in the stewardship of the funds with which we have been entrusted and hope that you agree.

I have always been of the opinion that in order to be successful in our business one must be able to devote the majority of one's time, effort and focus on the business. At this point in time, however, I want to devote the majority of my time to my children and to my personal life. As you probably know, I am currently in the process of getting divorced. As most of you will also know, major changes like this often result in periods of self reflection, involving the examination of your life, your goals and your priorities. What has become very clear to me during this time is that the years when your children are growing from young dependent children into independent adults are extremely fleeting and precious. The opportunity to share in this miracle is not one that I plan to miss. I am in the enviable position of being able to arrange my life to make the most of this opportunity. Therefore, it is my intention to spend some time relaxing and enjoying my children and focusing on rebuilding my personal life. I will continue to trade my own and Dan's personal funds; keeping my toe in the business which I love too much to give up entirely. Additionally, when the right time comes I may well invite others to join me in this. For the immediate future, however, I hope that you will understand and respect my decision and know that it was not an easy decision to make, but that I do believe it to be the right one.

Finally, I wish to thank everyone for your support of Bayou over these nine years. We, as a team, have done our best for you, our investors, and we have certainly enjoyed working with and getting to know each of you. I realize that many of you will wish to contact me personally, however, I am asking you to please respect my desire to focus on my family and direct all communications through Bayou via info@bayougroup.com or the Investor Relations department. These communications will be forwarded to me and I will try to respond in a timely fashion.

Thank you all again. It has been my great pleasure to be associated with you all.

Sincerely,

Sam Israel III

40 Signal Road Stamford, CT 06902 Fax: 203-487-0009 E-mail: info@bayougroup.com

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General Administration: 203-708-6700 Investor Relations: 203-708-6720/6713



To: Bayou Family of Funds Members

July 29, 2005

From: Bayou Management LLC

As promised, I would like to update you on the audit/closure process. First, all investors should refer to the following Articles in the Operating Agreement, which has been attached for your convenience. These sections detail how liquidation of the funds shall proceed: Page 21, Article 8 (e), Page 30, Article 10.5 and Pages 35-35, Article 13. Please note that although the page numbers may different in each fund, the terms in the one attached are the same.

There have been many communications from investors who do not understand why the process should take as long as the operating agreement indicates. The reason for the time frames specified in the agreement is to allow for the fact that, although three to four months may seem an unfair or unreasonably long time frame at first glance, the auditors must review the past 6 months of trades. Although we don't anticipate any major adjustments, the total could be impacted should any booking errors have occurred.

Furthermore, just as all Members are required to follow the terms of the Operating Agreement, so too is the Manager. We will do our best to expedite the process as much as possible. We are not insensitive to our investor's money management requirements. The audit has already begun and confirmation letters regarding activities for the period January through the end of July will be going out next week. Investors can aid in expediting the process by promptly completing and returning these letters to the auditor as soon as they are received. It is our intention to monitor the progress of the audit closely. Upon receipt of all confirmation letters and as soon as it appears to be certain that there are no substantial adjustments forthcoming, it is our intent that a significant portion of capital balances will be distributed. It is not inconceivable that with everyone's cooperation, partial distributions could begin by mid-August; however, we cannot guarantee that.

We expect that the final results will not be materially different from the information furnished to you in your June statement. Further updates will be provided as the audit progresses. We would appreciate your patience and cooperation during this process.

Sincerely,

Bayou Management.LLC

Sam Israel III, Manager

40 Signal Road Stamford, CT 06902 Fax: 203-487-0009 E-mail: info@bayougroup.com

General Administration: 203-708-6700 Investor Relations: 203-708-6720/6713



To: Bayou Family of Funds Members

August 11, 2005

From: Bayou Management LLC

This letter is to update you on the fund closing process. The "audit letters" for the domestic funds have now gone out. Included in these letters are July NAV statements. Please follow the instructions on the letter and return as soon as possible in order to expedite the process. Should you have any questions or find any discrepancies between our records and yours please note them on the audit confirm letter itself. Either someone from Bayou or the auditor will get back you with regard to any issues.

We are trying to make arrangements, with the auditor's approval, to send out the 90% balance by next week. We are aiming for Wednesday. We will be able to finalize the date toward the end of this week. The remaining balance will be distributed upon receipt and reconciliation of audit letters from all investors. To date, there have been no indications that any adjustments will be proposed by the auditor and we don't anticipate any.

I suspect that the final 10% balance will be paid by the close of August, which is substantially ahead of the time allowed under the operating agreement.

Distribution will be made via check. The check will be accompanied by a letter and photocopy of the check that must be signed and returned to Bayou acknowledging receipt and agreement with the account balance reflected. This procedure will be applied to both the 90% refund and the 10% balance payments.

For this reason, it is important that, should you wish the checks to be mailed to any address other than the one your NAV statement is currently mailed to, you please provide it to us at this time. All communication should be addressed to Bayou at 40 Signal Road, Stamford, Connecticut 06902 or info@bayougroup.com. The offices will be open through the end of October.

Your cooperation in responding to our information request will expedite the process. I will send out another e-mail as soon as possible with further updates.

Sincerely,

Sam Israel

40 Signal Road Stamford, CT 06902 Fax: 203-487-0009 E-mail: info@bayougroup.com

## Manager Performance Monitor \*\*\*\*September 2003\*\*\*\*

The particular control of the profession and the page to the participation, which caused short-term swings in stocks. To hedge this risk, he relied on his quantitative indicators and avoided taking large bets. Of the other participation, which caused short-term swings in stocks. To hedge this risk, he relied on his quantitative indicators and avoided by further participation, which caused short-term swings in stocks. To hedge this risk, he relied on his quantitative indicators and avoided better further contact for the manager believe. Of the other hand, it is manager focused on preform well in periods of market weakers. In particular, Pan America Silver (PAAS), a silver mining company, which contributed to gains in July, added to gains duting the last weak of August.  NUMBER OF POSITIONS    During August, on average, the manager helieve, was achieved in a difficult market that was characterized by lacktuster participation, which caused short-term swings in stocks. To hedge this risk, he relied on his quantitative indicators and avoided taking large bets.    FITURE PORTIONS    During August, due to weak trading volume, the manager focused some of his equity shorts with in-biouse analytics showing to chemical form the manager of the profession will be used of the position on the market of the profession will be profession with the use of EITs and capturing short term moves in directional plays.    FITURE PORTIONS    During August, due to weak trading volume, the manager focused some of his efforts on finding individual long remarket with reviews on the manager focused some of his effort	Bayon Fund, L.L.C. (Mr. Sam Israel):	Israeli:						
Fund, L.L.C.  ssee Opportunist  sing information is for the following information in the following information is for the following information in the following information is for the following information in the following information is for the following information in the following information is for the following information in the following inform			2002 Return	Aug 2003	2003 YTD Return	% Long	% Short	% Trader Marked
SUCTURE  RUCTURE  SITIONS  SOLIO  PERNS  PER	Bayou Fund, L.L.	3	11.22%	-0.65%	8.86%	N/N	N/A	0%
SITIONS SITIONS SITIONS SITIONS OLIO SERNS ERNS	Hennessee Opport	unistic Index	-8.32%	1.65%	7.92%			
SUCTURE • SOLIO • SERNS • VAL •	The following information	is for the domestic fund, the offshore fund is managed in a similar fashi	on, but performance me	у vагу.				
OLIO  BERNS  ERNS  ERNS	MARKET VIEW	<ul> <li>The manager believes the month of August feels recent economic indicators have been</li> </ul>	was uneventful mixed-to-positi	as most of W	/all Street was away s pushed equities hig	on vacation. her on the h	On the eco	nomic side, he ır-term
OLIO  SITIONS  ERNS  ERNS		recovery.	,					
OLIO ERNS • • • • • • • • • • • • • • • • • • •	PORTFOLIO STRUCTURE	<ul> <li>Due to the high velocity trading nature of th</li> </ul>	e fund, no signi	ficant position	on or sector exposure	is kept over	night.	
OLIO ERNS • • • • •		<ul> <li>Average size of positions are 1-2%, the larg</li> </ul>	est being 5%.					
OLIO • • • • • • • • • • • • • • • • • • •		<ul> <li>The portfolio includes long-term positions t</li> </ul>	hat are expected	to perform	well in periods of ma	ırket weakne	ss. In partic	ular, Pan
OLIO • • • • • • • • • • • • • • • • • • •		America Silver (PAAS), a silver mining cor	npany, which co	ontributed to	gains in July, added	to gains dur	ing the last v	veek of Augus
OLIO • • • • • • • • • • • • • • • • • • •			d equity short p	ositions to m	inimize downside ris	K.		
OLIO • • • •	NUMBER OF POSITIONS		ld 15-25 positio	ns daily.				
	PERFORMANCE	<ul> <li>For the month of August, the fund declined</li> </ul>	-0.65% net, bri	nging the yea	ar-to-date performan	ce to +8.86%	net.	
5 · · · · · · · · · · · · · · · · · · ·		<ul> <li>The near flat performance, the manager beli</li> </ul>	eves, was achie	ved in a diffi	cult market that was	characterize	d by lacklus	ter
		participation, which caused short-term swin	gs in stocks. To	hedge this n	risk, he relied on his	quantitative	indicators ar	nd avoided
5 · · · · · · ·		taking large bets.						
5 C		<ul> <li>Gains during the month were a result of sma</li> </ul>	iller bets on ind	ividual equit	ies and capturing sho	it term mov	es in direction	onal plays.
		<ul> <li>The manager continued to hedge the portfol</li> </ul>	io with the use	of ETFs and	straight equity shorts	with in-hou	se analytics	showing no
· · · · ·		clear direction in the market. On the other I	and, the manag	er did press	very liquid positions	that could b	e traded in a	nd out of easily
• • • •	EXPECTATIONS		, the manager fi	ocused some shorts during	of his efforts on finc t market advances un	ling individu til he gains ı	al long-term	names that wi
٠ • • • •		market's behavior.						
	MARKET CONCERNS		ience a sell-off net exposure in	based on pro itra-day.	prietary systems sho	wing it at th	peak of its	trading range.
NAEM •	ORGANIZATIONAL	- {	on.					•
• •	CHAINGES	June 2003: The firm conducted its first inventor	stor conference	call. Sam le	srael discussed comp	liance issue:	, marketing	-related matter
		capacity, current portfolio, and his current v	iew on the marl	tet. Going fo	orward, Sam expects	to conduct t	hese calls or	a quarterly
•		<ul> <li>March 2003: The firm employs 19 people:</li> </ul>	CIO (Sam Israe	d), Head Tra	der (Italo Passante),	6 Analysts (	Matt Robins	on, Howard
•		Turner, Rob Gutheil, Dennis Lee, Andrew (	Chapro, Paul Ar	chinard), CF	O/COO (Dan Marino Islan Martinez   Ieff B	)), Controlle	r (Carolyn S 2 Office Ma	herry), 6
•		Atkinson, Liz Wilson).	5,000	( , , , , , , , , , , , , , , , , , , ,				0
	OPENINGS/NEW	1	nent was \$221	nillion split	among five funds: \$	28 million ir	Bayou Acc	redited Fund,
The first and an analysis		1.1.C (institutions), and \$154.1 million in Ba	you Superfund	LLC (3c7).	Bayou Offshore Fun	d. Ltd is not	vet funded.	zverage i mici,
		• The funds are open to new capital.						



## Manager Performance Monitor \*\*\*\*September 2003\*\*\*\*

# West Broadway Partners, L.P. (Mr. David Liptak) (Event Driven)

	2002 Return (net)	Aug 2003 (net - est)	Aug 2003   2003 YTD Return (net (net - est.)	% Long	% Short	% Trad Marke
West Broadway Partners, L.P.	-2.34%	0.40%	3.13%	88%	41%	%0
Hennessee Event Driven Index	-0.43%	1.25%	12.61%			

The following information is for the domestic fund, the offshore fund is managed in a similar fashion, but performance may vary.

PORTFOLIO STRUCTURE  Exposure history:  Carrent Lang 4878 41049 4129 4129 4129 4129 4129 4129 4129 41	MARKET VIEW	•	In the manager's estimation, equities are still depressed. He noted that investor apprehension has affected deal activity and that deal activity will only increase when commanies begin to manage top-line, and not bottom-line growth.
	PORTFOLIO STRUCTURE	•	Current Jun-03 Apr-03 Mar-03 Jan-03 Nov-02 Sept-02
OF POSITIONS ANCE ORTFOLIO ORTFOLIO ORTFOLIO ONCERNS ATIONAL ANEW			+88% +104% +84% +71% +68% +63% +65%
OF POSITIONS ANCE ANCE ORTFOLIO ORTFOLI			41% -65% -39% -32% -40% -35% -36%
ORTFOLIO ORTFOLIO ORTFOLIO FIONS ONCERNS ATTONAL ORTFOLIO ORTFOLIO ORTFOLIO ORTFOLIO ORTFOLIO ORTFOLIO ORTFOLIO ORTFOLIO			+47% +39% +45% +39% +28% +28% +28% +29%
ORTFOLIO ORTFOLIO ORTFOLIO ORTFOLIO ONCERNS ONCERNS ONCERNS ONCERNS ONCERNS ONCERNS		•	As of August 31, the largest deals in the portfolio were 34% of total investor capital. These deals included Instrumentarium/GE, Concord/First Data Cu
OF POSITIONS ANCE ANCE ORTFOLIO ORTFOLI			Biogen/Idec Pharmaceuticals and Legato/EMC.
OF POSITIONS ANCE ORTFOLIO ORTFOLIO ONCERNS ATIONAL ONCERNS ONCERNS ONEW		•	Approximately 94% of the fund is invested in merger arbitrage and 6% in event driven situations (spin-offs, restructurings, stubs).
OF POSITIONS ANCE ORTFOLIO ORTFOLIO ONCERNS ONCERNS ONCERNS		•	The breakdown of the deals is as follows:
OF POSITIONS  ANCE  ORTFOLIO FIONS ONCERNS  ATTONAL  ORTFOLIO ORTF			ge)
OF POSITIONS ANCE ORTFOLIO FIONS ONCERNS ATIONAL ATIONAL			Č.
ORTFOLIO ORTFOLIO FIONS TONCERNS ATTONAL ORTFOLIO			
OF POSITIONS ANCE ORTFOLIO ORTFOLIO ONCERNS ATIONAL ONCERNS ONCERNS ONEW			
OF POSITIONS ANCE ORTFOLIO ORTFOLIO ONCERNS ATIONAL ATIONAL			
OF POSITIONS ANCE ORTFOLIO FIONS ONCERNS ATIONAL		٠	Approximately 93% of the portfolio is invested in domestic deals and the remaining 7% is in international deals.
OF POSITIONS ANCE ORTFOLIO FIONS ONCERNS ATIONAL		•	Approximately 100% of the portfolio is invested in strategic deals (none of the positions are financial deals).
ANCE ORTFOLIO FIONS ONCERNS ATIONAL ONCERNS ON		•	Approximately 97% of the portfolio is invested in friendly deals and the remaining 3% in hostile deals.
ANCE ORTFOLIO ORTFOLIO FIONS ONCERNS ATIONAL ONCERNS O		•	As a percentage of long market value, the fund has the following sector exposures: healthcare (20.69%), financial services (17.24%), real estate (10.34%),
ANCE  ORTFOLIO FIONS TONCERNS ATTONAL  ORTFOLIO			(6.95%), technology (17.86%), manufacturing (3.45%), transportation (3.45%), and other (20.02%).
ANCE  ANCE  ORTFOLIO  FIONS  CONCERNS  ATIONAL  ORTONAL		•	All of the stock-for-stock deals in the portfolio are hedged, however, most of the cash-for-stock deals are not hedged.
ANCE ORTFOLIO ORTFOLIO ONCERNS ATIONAL ONCERNS ONEW	NUMBER OF POSITIONS	•	The portfolio is currently invested in 93 deals.
ORTFOLIO FIONS CONCERNS ATIONAL FINEW	PERFORMANCE	•	For the month of August, the portfolio was +0.4% net of fees and expenses. For the year the fund has advanced +3.13% net of fees and expenses.
ORTFOLIO FIONS ONCERNS OTIONAL OTIONAL OTIONAL OTIONAL		•	The manager remarked that performance has been affected by the lack of deals in the current market.
ONCERNS  ATIONAL  ONCERNS  OTIONAL	FUTURE PORTFOLIO	•	The manager sees a steady increase in deal flows through the end of this year and on into next year. This increase in deals will make the market en
ATIONAL .	EXPECTATIONS		much more favorable to the manager's strategy.
ATIONAL	MARKET CONCERNS	•	The manager is concerned that investor confidence could wane, having adverse affects on the equity market.
NAEW	ORGANIZATIONAL	•	August 2003: No organizational changes.
• •	CHANGES	•	February 2003: Shannon Rice (director of marketing) has left West Broadway Partners to pursue other interests.
• S/NEW		•	January 2003: West Broadway currently employs 12 people: I portfolio manager for West Broadway Partners (David Liptak), I portfolio manager for West
S/NEW •			Long/Short Equity Fund (Cengiz Scarfoss) I portfolio manager for West Broadway Global Arbitrage (Hideo Abe), I risk manager (Dwight Eyrick), 2 anal Langer and Mike Lounge) 2 trades (Barry King and Tom Fernandez) I (FO) (Cary Purwin), and 3 investor relations/admin personnel.
	OPENINGS/NEW	•	As of August 314, West Broadway is managing \$202 million. \$81 million in West Broadway Partners, L.P., \$67 million in West Broadway Partners, Ltd.,

Case 1:06-cv-02943-CM

### **Manager Performance Monitor** \*\*\*\*August 2003\*\*\*\*

# Sage Opportunity Fund, L.P. (Mr. Barry Haimes and Ms. Katheryn Hensel)

(Opportunistic)							
		2002 Return	2002 Return Jul 2003 (net	t 2003 YTD Return (net		: !	% Trader
0/1	Sage Opportunity Fund, L.P.	-14.55%	3.80%	13.19%	110%	70%	0%
,,,	Hennessee Opportunistic Index	-8.32%	0.88%	6.20%			
	The fellowing information in for the domestic find the effection found in a similar feeting. It is not to be a	. 1					

The following information is for the domestic fund, the offshore fund is managed in a similar fashion, but performance may vary.

MARKETVIEW	
	fund will not overreact to the moves in the market, but will remain cautious and use puts as a safety net.
PORTFOLIO STRUCTURE	• Exposure history: Current May 03 Mar 03 Jan 03 Dec 02
	110.1% 123.3% 64.3%
	<u>-69.5%</u> <u>-57.9%</u> <u>-63.1%</u>
	40.6% 65.4%
	• Beta adjusted, the fund's net exposure is +49.8% net long.
	<ul> <li>Approximately 9.31% of the fund's capital is deployed in options, adjusted for delta.</li> </ul>
	• At the end of the month, the top six largest long positions were Eaton Corporation (ETN, +4.63%), Montpeller Re Holdings (MRH, +3.62%),
	Expedia, Inc (EXPE, +3.27%), Goldman Sachs Group, Inc (GS, +3.16%), JetBlue Airways Corporation (IBLU, 2.91%), and Morgan
	Stanley (MWD, +2.90%).
	• Largest sector exposure on the long side: Largest sector exposure on the short side:
	SECTOR Net May Net Mar Net Net May Net Mar Net
	Interest Sensitive +15.11% +11.22% +6.09% Building -8.88% -1.98% <-2%
	Transportation +10.15% <5% <5% Cons Staples -4.67% -5.28% <-2%
	Airline/Travel +7.86% +14.89% <5% Chemicals -2.51% <-2% <-2%
MBER OF POSITIONS	• The fund had 94 positions (54 long and 40 short). Note that these figures are inclusive of options positions.
PERFORMANCE	• The fund returned +3.80% in July, bringing the year-to-date return to +13.19%.
	• The longs contributed 5.91%, while shorts and options detracted -1.84% and -0.20% respectively.
FUTURE PORTFOLIO	• The manager has neutralized the exposure to technology, as he believes valuations have become a bit overextended. Short-term, he is positive on
EXPECTATIONS	natural gas a trade, and will gradually increase exposure to business travel.
MARKET CONCERNS	• In light of the extended rally, the manager has brought down the net exposure and added some put options to the portfolio. Many stocks are
	pricing in a robust second half and the manager is looking for early third quarter earnings indications to support (or disprove) the thesis.
ORGANIZATIONAL	• July 2003: Stuart Zlotolow (CFO) has left the firm to join MSD Capital.
CHANGES	May 2003: No organizational changes.
	• March 2003: Hadley Allen (administrative assistant) has been let go from the firm. No immediate replacement is in the works.
	January 2003: The personnel count is as follows: 2 portfolio managers, 5 analysts, 2 traders, and 4 operations, administrative and support staff.
OPENINGS/NEW	• Total firm assets are \$293 million. Asset breakdown is as follows: \$55 million in Sage Opportunity Fund [3c1], \$91 million in Sage Opportunity
CAPITAL	(QP), LP [3c7] and \$147 million in the offshore fund.



E. LEE HENNESSEE MANAGING PRINCIPAL CHARLES J. GRADANTE MANAGING PRINCIPAL

500 FIFTH AVENUE, 47TH FLOOR New York, NY 10110 (212) 857-4400 (212) 768-8190 FAX

October 14, 2003

### Dear Client of Hennessee:

In light of the New York State Attorney General's investigation into mutual fund market timing, we have received a few client inquiries as to hedge funds' involvement in the matter. As you may be aware, several mutual funds are facing investigations from securities regulators for allowing a number of hedge funds to engage in "late trades" of mutual fund shares. Furthermore, a small group of hedge funds are under investigation for engaging in the practice.

We have confirmed that none of the hedge funds in which Hennessee has advised you to invest are engaged in mutual fund market timing.

Should you have any questions, feel free to call to discuss this matter in more detail.

Sincerely.

E. Lee Hennessee

Charles Gradante

HENNESSEE GROUP LLC New York • Palm Beach • Raleigh